

File No. 110340

Committee Item No. 12

Board Item No. 36

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Land Use and Economic Development Date May 2, 2011

Board of Supervisors Meeting Date May 17, 2011

Cmte Board

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| <input type="checkbox"/> | <input type="checkbox"/> | Motion |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Resolution |
| <input type="checkbox"/> | <input type="checkbox"/> | Ordinance |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Digest |
| <input type="checkbox"/> | <input type="checkbox"/> | Budget Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form (for hearings) |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Department/Agency Cover Letter and/or Report |
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| <input type="checkbox"/> | <input type="checkbox"/> | Grant Information Form |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Budget |
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| <input type="checkbox"/> | <input type="checkbox"/> | Contract/Agreement |
| <input type="checkbox"/> | <input type="checkbox"/> | Form 126 – Ethics Commission |
| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
| <input type="checkbox"/> | <input type="checkbox"/> | Application |
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OTHER (Use back side if additional space is needed)

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| * <input checked="" type="checkbox"/> | * <input checked="" type="checkbox"/> | Trust Exchange Agreement |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Fire Department Memo, dtd 4/21/11 |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | TIDA Resolution No. 11-20-04/21 |
| <input type="checkbox"/> | <input type="checkbox"/> | _____ |
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Completed by: Alisa Somera Date April 29, 2011

Completed by: Alisa Somera Date May 11, 2011

An asterisked item represents the cover sheet to a document that exceeds 25 pages.
The complete document can be found in the file.

1 [Public Trust Exchange Agreement - Treasure Island/Yerba Buena Island]

2
3 **Resolution approving the Public Trust Exchange Agreement between the Treasure**
4 **Island Development Authority and the California State Lands Commission in**
5 **furtherance of the Treasure Island/Yerba Buena Island Project; adopting findings under**
6 **the California Environmental Quality Act** that the ~~Public Trust Exchange Agreement is~~
7 ~~consistent with the City's General Plan and the Eight Priority Policies of City Planning Code~~
8 ~~Section 101.1.~~

9
10 WHEREAS, Former Naval Station Treasure Island (the "Base" or "Treasure Island") is
11 a former military base consisting of approximately 550 acres on Treasure Island and Yerba
12 Buena Island, and is currently owned by the United States of America, acting by and through
13 the Department of the Navy (the "Navy"); and,

14 WHEREAS, The Base was selected for closure and disposition by the Base
15 Realignment and Closure Commission in 1993, acting under Public Law 101-510, and its
16 subsequent amendments, and the Base ceased operations in 1997; and,

17 WHEREAS, Under the Treasure Island Conversion Act of 1997 (AB 699) (the
18 "Conversion Act"), which amended Section 334392.5 of the California Health and Safety Code
19 and added Section 2.1 to Chapter 1333 of the Statutes of 1968, the State Legislature
20 (i) granted to the Board of Supervisors the authority to designate the Treasure Island
21 Development Authority ("TIDA") as a redevelopment agency under the California Community
22 Redevelopment Law (California Health & Safety Code § 33000 et seq.) with authority over the
23 Base, and (ii) with respect to those portions of the Base that are subject to the public trust for
24 commerce, navigation and fisheries (the "Public Trust"), vested in TIDA the authority to
25 administer the Public Trust as to such property; and,

1 WHEREAS, The Board of Supervisors subsequently designated TIDA as the
2 redevelopment agency for Treasure Island in 1998; and,

3 WHEREAS, In 1994, the Treasure Island/Yerba Buena Island Citizens Advisory Board
4 ("CAB") was formed to (1) review reuse planning efforts for Treasure Island by the San
5 Francisco Planning Department and the San Francisco Redevelopment Agency, and (2) make
6 recommendations to the City's Planning Commission and Board of Supervisors; and,

7 WHEREAS, After completion of a competitive master developer selection process, in
8 2003, TIDA and Treasure Island Community Development, LLC ("Developer") entered into an
9 Exclusive Negotiating Agreement with respect to portions of Treasure Island and Yerba
10 Buena Island to facilitate the planning for the reuse and development of the Base (the
11 "Project"); and,

12 WHEREAS, In 2006, the Board of Supervisors by Resolution No. 699-06 endorsed a
13 Term Sheet and Development Plan for the Project, and in May of 2010, the Board of
14 Supervisors endorsed a package of legislation that included an update to the Term Sheet and
15 Development Plan, terms of an Economic Development Conveyance Memorandum of
16 Agreement for the conveyance of the site from the Navy to the City, and a Term Sheet
17 between TIDA and the Treasure Island Homeless Development Initiative ("TIHDI"), in
18 Resolution Nos. 242-10, 243-10 and 249-10, copies of which Resolutions are on file with the
19 Clerk of the Board of Supervisors in File Nos. 061498, 100428, 100429 and 100432 and
20 incorporated herein by reference; and,

21 WHEREAS, TIDA, the City and the CAB have been working for more than a decade to
22 plan for the reuse and development of Treasure Island and, as a result of this community-
23 based planning process, TIDA and Developer have negotiated a Disposition and
24 Development Agreement and other transaction documents for the conveyance, management
25 and development of portions of the Base described as the "Project Site" in the Disposition and

1 Development Agreement, a copy of which is on file with the Clerk of the Board of Supervisors
2 in File No. 110291, and is incorporated herein by reference as though fully set forth herein;
3 and,

4 WHEREAS, The Project may include (1) up to approximately 8,000 new residential
5 units, at least 25 percent of which (2,000 units) will be made affordable to a broad range of
6 very-low to moderate income households, including 435 units to be developed by TIHDI's
7 member organizations, (2) adaptive reuse of approximately 311,000 square feet of historic
8 structures, (3) up to approximately 140,000 square feet of new retail uses and 100,000 square
9 feet of commercial office space, (4) approximately 300 acres of parks and open space, (5)
10 new and/or upgraded public facilities, including a joint police/fire station, a school, facilities for
11 the Treasure Island Sailing Center and other community facilities, (6) a 400-500 room hotel,
12 (7) a new 400 slip marina, and (8) transportation infrastructure, including a ferry/quay
13 intermodal transit center; and,

14 WHEREAS, To implement the Project, TIDA and Developer have negotiated, among
15 other agreements, a public trust exchange agreement (the "Exchange Agreement") between
16 TIDA and the California State Lands Commission ("State Lands"), a copy of which is on file
17 with the Clerk of the Board under File No. 110340, and is incorporated herein by reference;
18 and,

19 WHEREAS, The extent to which the Public Trust covers lands on Treasure Island is
20 subject to dispute, and the State and the federal government disagree as to the effect of the
21 Navy's 1944 condemnation of Treasure Island on the existence of the Public Trust on those
22 lands; and,

23 WHEREAS, The existing configuration of trust and non-trust lands on Treasure Island
24 and Yerba Buena Island is such that the purposes of the Public Trust cannot be fully realized,
25 and the Project cannot be developed due to this uncertainty; and,

1 WHEREAS, To remedy this situation, the Treasure Island Public Trust Exchange Act,
2 Chapter 543, Statutes of 2004, as amended by Chapter 660, Statutes of 2007 and Chapter
3 208, Statutes of 2009 ("Exchange Act"), authorizes a land exchange to resolve this
4 uncertainty in a manner that furthers the purposes of the Public Trust and to provide a more
5 useful configuration of trust lands by placing the Public Trust along the entire shoreline of
6 Treasure Island and on other lands, on both Treasure Island and Yerba Buena Island, of high
7 value to the Public Trust, while removing the Public Trust from lands in the interior of Treasure
8 Island that are cut off from the water, thereby removing impediments to their reuse and
9 development; and,

10 WHEREAS, The Exchange Agreement implements this exchange through a series of
11 phased conveyances, by which State Lands will take title to the lands from TIDA and convey
12 them back to TIDA either subject to or free of the Public Trust; and,

13 WHEREAS, The exchange does not include the Job Corps parcel on Treasure Island,
14 but the Exchange Agreement provides that it may be included in the future if it is transferred
15 out of federal ownership; and,

16 WHEREAS, Following these conveyances, TIDA would hold the Public Trust lands as
17 trustee, subject to the terms and conditions of the legislative grant in the Conversion Act, the
18 Exchange Act and applicable law; and,

19 WHEREAS, The Exchange Agreement contains provisions to ensure that public access is
20 provided to Public Trust lands and that views of the Bay from certain Public Trust lands on
21 Yerba Buena Island are protected; and,

22 WHEREAS, On April 21 _____, 2011, the Planning Commission by Motion
23 No. 18325 _____ and the TIDA Board of Directors by Resolution No. 11-14-
24 04/21 _____, as co-lead agencies, certified the completion of the Final
25

1 Environmental Impact Report for the Project, of which the Trust Exchange Agreement forms a
2 part; and,

3 WHEREAS, On _____, 2011, the TIDA Board of Directors, by Resolution
4 No. _____, adopted environmental findings pursuant to the California
5 Environmental Quality Act ("CEQA") with respect to approval of the Project, including a
6 mitigation monitoring and reporting program and a statement of overriding considerations;
7 and,

8 WHEREAS, On _____, 2011, the Planning Commission, by Motion No.
9 _____, adopted environmental findings pursuant to CEQA with respect to
10 approval of the Project, including a mitigation monitoring and reporting program and a
11 statement of overriding considerations; and,

12 WHEREAS, The Planning Commission determined that the Project, and the various
13 actions being taken by the City and the TIDA Board of Directors to approve and implement the
14 Project, are consistent with the General Plan and with the Eight Priority Policies of City
15 Planning Code Section 101.1, and made findings in connection therewith (the "General Plan
16 Consistency Determination"), a copy of which is on file with the Clerk of the Board of
17 Supervisors in File No. _____, and is incorporated into this Resolution by
18 reference; and,

19 WHEREAS, The Board of Supervisors has reviewed and considered the information
20 contained in the General Plan Consistency Determination, and concurrently with this
21 Resolution is adopting said findings as its own, and said findings are on file with the Clerk of
22 the Board of Supervisors in File No. _____, and incorporated into this Resolution
23 by reference; and,

24 WHEREAS, Concurrently with this Resolution, the Board of Supervisors has adopted
25 Resolution No. _____, adopting findings under the California Environmental Quality

1 ~~Act~~CEQA, including the adoption of a mitigation monitoring and reporting program and a
2 statement of overriding considerations in connection with the development of the Project,
3 which Resolution is on file with the Clerk of the Board of Supervisors in File No. 100328, and
4 incorporated herein by reference; and,

5 WHEREAS, The Exchange Agreement was presented to the CAB at a duly noticed
6 public meetings on March 15, 2011 and _____, 2011, and on April
7 19 _____, 2011 the CAB voted to recommend~~endorse~~ the Exchange Agreement;
8 and,

9 WHEREAS, The Exchange Agreement was presented to the TIDA Board of Directors
10 at a duly noticed public meetings on March 22, 2011 and _____, 2011, and on
11 April 21 _____, 2011 the TIDA Board of Directors voted to approve the Exchange
12 Agreement; and,

13 WHEREAS, TIDA's organizational documents require TIDA to obtain approval from the
14 Board of Supervisors prior to entering into contracts with a term of more than 10 years or \$1
15 million or more in anticipated revenue; and,

16 WHEREAS, The Exchange Agreement is anticipated to have a term in excess of 10
17 years; now, therefore, be it

18 RESOLVED, That the ~~Board of Supervisors finds that the Exchange Agreement is~~
19 ~~consistent with the General Plan and with the Eight Priority Policies of City Planning Code~~
20 ~~Section 101.1 for the reasons set forth in the General Plan Consistency Determination;~~ and,
21 ~~be it~~

22 ~~FURTHER RESOLVED,~~ That in order to effectuate the development of the Project, the
23 Board of Supervisors approves the Exchange Agreement, and authorizes the Treasure Island
24 Project Director~~TIDA's Director of Redevelopment~~, or his or her designee ("Director"), to
25

1 execute, deliver and perform the Exchange Agreement substantially in the form in the Board
2 of Supervisor's file; and, be it

3 FURTHER RESOLVED, That the Board of Supervisors authorizes and urges the
4 Director, prior to execution of the Exchange Agreement, to make changes and take any and
5 all steps, including but not limited to, the attachment of exhibits and the making of corrections,
6 as the Director determines, in consultation with the City Attorney, are necessary or
7 appropriate to consummate the Exchange Agreement in accordance with this Resolution;
8 provided, however, that such changes and steps do not materially decrease the benefits to or
9 materially increase the obligations or liabilities of TIDA or the City, and are in compliance with
10 all applicable laws; and, be it

11 FURTHER RESOLVED, That all actions heretofore taken by the officers of the City and
12 TIDA with respect to the Exchange Agreement are hereby approved, confirmed and ratified;
13 and, be it

14 FURTHER RESOLVED, That the Board of Supervisors authorizes and urges all
15 officers, employees, and agents of TIDA and the City to take any and all steps as they deem
16 necessary or appropriate, to the extent permitted by applicable law, in order to consummate
17 the Exchange Agreement in accordance with this Resolution, including execution of
18 subsequent documents and conveyance of real property to, and the acceptance of real
19 property from, State Lands, or to otherwise effectuate the purpose and intent of this
20 Resolution and TIDA's performance under the Exchange Agreement; and, be it

21 FURTHER RESOLVED, That the Board of Supervisors authorizes the Director to enter
22 into any amendments or modifications to the Exchange Agreement that the Director
23 determines, in consultation with the City Attorney, are in the best interest of TIDA and the City,
24 do not materially decrease the benefits to or materially increase the obligations or liabilities of
25 TIDA and the City, and are in compliance with all applicable laws.



**SAN FRANCISCO
PLANNING DEPARTMENT**

April 27, 2011

Ms. Angela Calvillo, Clerk
Board of Supervisors
City and County of San Francisco
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Re: Transmittal of Planning Department Case Number 2007.0903BEMRTFUWZ to the Board of Supervisors:
Treasure Island/Yerba Buena Island Project
Planning Commission Recommendation: Approval

Dear Ms. Calvillo,

On April 21, 2011, the San Francisco Planning Commission (hereinafter "Commission") conducted a duly noticed joint hearing with the Treasure Island Development Authority Board of Directors on the Treasure Island/Yerba Buena Island Project. At the hearing, the Commission considered the proposed General Plan, Planning Code, and Zoning Map Ordinances which the Commission initiated on March 3, 2011. The proposed Ordinances are as follows:

- Amendments to the General Plan which would amend the Transportation Element, the Recreation and Open Space Element, the Commerce and Industry Element, the Community Facilities Element, the Housing Element, the Urban Design Element, the Land Use Index along with other minor General Plan map amendments; establish the Treasure Island/Yerba Buena Island Area Plan (referred to you separately by Mayor Lee under File No. 110228).
- Amendments to the San Francisco Planning Code Sections 102.5 and 201 to include the Treasure Island/Yerba Buena Island Special Use District, Section 104 relating to height and bulk limits for Treasure Island and Yerba Buena Island, add Section 249.52 to establish the Treasure Island/Yerba Buena Island Special Use District, add Section 263.26 to establish the Treasure Island/Yerba Buena Island Height and Bulk District, and amend Table 270 to recognize this District (referred to you separately by Mayor Lee under File No. 110229).
- Amendments to the San Francisco Zoning Maps which would add new sectional map ZN14 to show the zoning designations of Treasure Island and Yerba Buena Island, add new sectional map HT14 to establish the Height and Bulk District for Treasure Island and Yerba Buena Island, add new sectional map SU14 to establish the Treasure Island/Yerba Buena Island Special Use District (referred to you separately by Mayor Lee under File No. 110227).

BY _____
AK

2011 APR 28 AM 11:33

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
1655 Mission St.
San Francisco, CA 94103-2479
415.558.6378
415.558.6409
Planning Information: 415.558.6377

April 27, 2011

Transmittal of Planning Commission Actions
Treasure Island/Yerba Buena Island Project

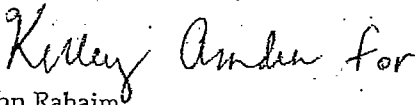
At the April 21, 2011 hearing, the Planning Commission, along with the Treasure Island Development Authority certified the Final Environmental Impact Report (FEIR) under Motion No. 18325 and Resolution No. 11-14-04/21, respectively.

Also at the April 21, 2011 hearing, the Planning Commission and the Treasure Island Development Authority Board of Directors made CEQA findings including the adoption of a Mitigation Monitoring Reporting Program (MMRP).

Finally, at the April 21, 2011 hearing, the Commission voted to recommend approval of the proposed Ordinances described above. The Planning Commission took other actions related to the project including finding the Treasure Island/Yerba Buena Island Project consistent with the General Plan and Planning Code Section 101.1 and finding the office component of the Project consistent with Planning Code Sections 320-325. Other actions included approving the Design for Development document for the Project as well as a Development Agreement for the Project.

The Motions and Resolution and related information referred to here are being transmitted to you along with actions by the Treasure Island Development Authority Board of Directors in a comprehensive packet from the Office of Economic and Workforce Development. If you have any questions or require further information please do not hesitate to contact me.

Sincerely,



John Rahaim
Director of Planning



TI-YBI Exchange Agreement— DRAFT 4-14-11

[Draft Agreement subject to further revision by State Lands Commission staff and approval by the Commission]

Recorded at the Request of and
When Recorded Mail to:

Jennifer Lucchesi, Esq.
Staff Counsel
California State Lands Commission
100 Howe Avenue, Suite 100-South
Sacramento, California 95825-8202

STATE OF CALIFORNIA
OFFICIAL BUSINESS:
Document entitled to free
Recordation Pursuant to
Government Code Section 27383
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2011 APR 27 PM 3:36
BY _____ ALK

[Space Above for Recorder's Use]

**TRUST EXCHANGE AGREEMENT FOR
TREASURE ISLAND AND YERBA BUENA ISLAND**

This TRUST EXCHANGE AGREEMENT FOR TREASURE ISLAND AND YERBA BUENA ISLAND ("Agreement") is dated for reference as of _____, 2011. The parties to the Agreement are the STATE OF CALIFORNIA, acting by and through the STATE LANDS COMMISSION ("Commission"), and the TREASURE ISLAND DEVELOPMENT AUTHORITY ("TIDA"). The Commission and TIDA are referred to together as the "Parties." This Agreement is entered into pursuant to the Treasure Island Public Trust Exchange Act, Chapter 543, Statutes of 2004 as amended by Chapter 660, Statutes of 2007 and Chapter 208, Statutes of 2009 ("Exchange Act"), and the Treasure Island Conversion Act of 1997, Chapter 898, Statutes of 1997 ("Conversion Act").

RECITALS

A. This Agreement concerns real property located within the site of the former Naval Station Treasure Island in the City and County of San Francisco ("City"). The "Public Trust Lands" are described in **Exhibit A** ("Legal Description of Public Trust Lands"). The "Trust Termination Lands" are described in **Exhibit B** ("Legal Description of Trust Termination Lands"). The "Job Corps Parcel" is described in **Exhibit C** ("Legal Description of Job Corps Parcel"). The "Yerba Buena Non-Trust Lands" are described in **Exhibit D** ("Legal Description of Yerba Buena Non-Trust Lands"). The Public Trust Lands, Trust Termination Lands, Job Corps Parcel and the Yerba Buena Non-Trust Lands together comprise the land described in the

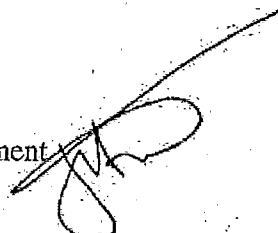
JOANNE HAYES-WHITE
CHIEF OF DEPARTMENT



EDWIN M. LEE
MAYOR

SAN FRANCISCO FIRE DEPARTMENT
CITY AND COUNTY OF SAN FRANCISCO

TO: Planning Commission
FROM: Joanne Hayes-White, Chief of Department
DATE: April 21, 2011
SUBJECT: Treasure Island Development Project



The San Francisco Fire Department has been briefed on the layout and infrastructure plan as it relates to the Treasure Island Development Project and has no objections to its movement forward. It is my understanding that as details of the plan are further refined, the San Francisco Fire Department will have the opportunity to review and approve all aspects that fall under its authority.

1 [Treasure Island/Yerba Buena Island Public Trust Exchange]
2 **Resolution approving the Public Trust Exchange Agreement between the Treasure**
3 **Island Development Authority and the California State Lands Commission in**
4 **furtherance of the Treasure Island/Yerba Buena Island Project.**

5 WHEREAS, Former Naval Station Treasure Island (the "Base" or "Treasure Island") is
6 a former military base consisting of approximately 550 acres on Treasure Island and Yerba
7 Buena Island, and is currently owned by the United States of America, acting by and through
8 the Department of the Navy (the "Navy"); and,

9 WHEREAS, The Base was selected for closure and disposition by the Base
10 Realignment and Closure Commission in 1993, acting under Public Law 101-510, and its
11 subsequent amendments, and the Base ceased operations in 1997; and,

12 WHEREAS, Under the Treasure Island Conversion Act of 1997 (AB 699) (the
13 "Conversion Act"), which amended Section 334392.5 of the California Health and Safety Code
14 and added Section 2.1 to Chapter 1333 of the Statutes of 1968, the State Legislature
15 (i) granted to the Board of Supervisors the authority to designate the Treasure Island
16 Development Authority ("TIDA") as a redevelopment agency under the California Community
17 Redevelopment Law (California Health & Safety Code § 33000 et seq.) with authority over the
18 Base, and (ii) with respect to those portions of the Base that are subject to the public trust for
19 commerce, navigation and fisheries (the "Public Trust"), vested in TIDA the authority to
20 administer the Public Trust as to such property; and,

21 WHEREAS, Under the Conversion Act and TIDA's Articles of Incorporation and
22 Bylaws, TIDA, acting by and through its Board of Directors (the "TIDA Board"), has the power,
23 subject to applicable laws, to sell, lease, exchange, transfer, convey or otherwise grant
24 interests in or rights to use or occupy all or any portion of the Base; and,

25

1 WHEREAS, In 1994, the Treasure Island/Yerba Buena Island Citizens Advisory Board
2 ("CAB") was formed to (1) review reuse planning efforts for Treasure Island by the San
3 Francisco Planning Department and the San Francisco Redevelopment Agency, and (2) make
4 recommendations to the City's Planning Commission and Board of Supervisors; and,

5 WHEREAS, After completion of a competitive master developer selection process, in
6 2003, TIDA and Treasure Island Community Development, LLC ("Developer") entered into an
7 Exclusive Negotiating Agreement with respect to portions of Treasure Island and Yerba
8 Buena Island to facilitate the planning for the reuse and development of the Base (the
9 "Project"); and,

10 WHEREAS, In 2006, the Board of Supervisors by Resolution No. 699-06 endorsed a
11 Term Sheet and Development Plan for the Project, and in May of 2010, the Board of
12 Supervisors endorsed a package of legislation that included an update to the Term Sheet and
13 Development Plan, terms of an Economic Development Conveyance Memorandum of
14 Agreement for the conveyance of the site from the Navy to the City, and a Term Sheet
15 between TIDA and the Treasure Island Homeless Development Initiative ("TIHDI"), in
16 Resolution Nos. 242-10, 243-10 and 249-10; and,

17 WHEREAS, TIDA, the City and the CAB have been working for more than a decade to
18 plan for the reuse and development of Treasure Island and, as a result of this community-
19 based planning process, TIDA and Developer have negotiated a Disposition and
20 Development Agreement and other transaction documents being considered by the TIDA
21 Board concurrently herewith for the conveyance, management and development of portions of
22 the Base described as the "Project Site" in the Disposition and Development Agreement; and,

23 WHEREAS, The Project may include (1) up to 8,000 new residential units, at least 25
24 percent of which (2,000 units) will be made affordable to a broad range of very-low to
25 moderate income households, including 435 units to be developed by TIHDI's member

1 organizations, (2) adaptive reuse of approximately 311,000 square feet of historic structures,
2 (3) up to 140,000 square feet of new retail uses and 100,000 square feet of commercial office
3 space, (4) approximately 300 acres of parks and open space, (5) new and/or upgraded public
4 facilities, including a joint police/fire station, a school, facilities for the Treasure Island Sailing
5 Center and other community facilities, (6) a 400-500 room hotel, (7) a new 400 slip marina,
6 and (8) transportation infrastructure, including a ferry quay/intermodal transit center; and,

7 WHEREAS, To implement the Project, TIDA and Developer have negotiated, among
8 other agreements, a public trust exchange agreement (the "Exchange Agreement") between
9 TIDA and the California State Lands Commission ("State Lands"), attached as Exhibit A to
10 this Resolution and incorporated herein by reference; and,

11 WHEREAS, The extent to which the Public Trust covers lands on Treasure Island is
12 subject to dispute, and the State and the federal government disagree as to the effect of the
13 Navy's 1944 condemnation of Treasure Island on the existence of the Public Trust on those
14 lands; and,

15 WHEREAS, The existing configuration of trust and non-trust lands on Treasure Island
16 and Yerba Buena Island is such that the purposes of the Public Trust cannot be fully realized,
17 and the Project cannot be developed due to this uncertainty; and,

18 WHEREAS, To remedy this situation, the Treasure Island Public Trust Exchange Act,
19 Chapter 543, Statutes of 2004, as amended by Chapter 660, Statutes of 2007 and Chapter
20 208, Statutes of 2009 ("Exchange Act"), authorizes a land exchange to resolve this
21 uncertainty in a manner that furthers the purposes of the Public Trust and to provide a more
22 useful configuration of trust lands by placing the Public Trust along the entire shoreline of
23 Treasure Island and on other lands, on both Treasure Island and Yerba Buena Island, of high
24 value to the Public Trust, while removing the Public Trust from lands in the interior of Treasure
25

1 Island that are cut off from the water, thereby removing impediments to their reuse and
2 development; and,

3 WHEREAS, The Exchange Agreement implements this exchange through a series of
4 phased conveyances, by which State Lands will take title to the lands from TIDA and convey
5 them back to TIDA either subject to or free of the Public Trust; and,

6 WHEREAS, The exchange does not include the Job Corps parcel on Treasure Island,
7 but the Exchange Agreement provides that it may be included in the future if it is transferred
8 out of federal ownership; and,

9 WHEREAS, Following these conveyances, TIDA would hold the Public Trust lands as
10 trustee, subject to the terms and conditions of the legislative grant in the Conversion Act, the
11 Exchange Act and applicable law; and,

12 WHEREAS, The Exchange Agreement contains provisions to ensure that public access is
13 provided to Public Trust lands and that views of the Bay from certain Public Trust lands on
14 Yerba Buena Island are protected; and,

15 WHEREAS, On April 21, 2011, the Planning Commission by Motion No. 18325 and the
16 TIDA Board of Directors by Resolution No. 11-14-04/21, as co-lead agencies, certified the
17 completion of the Final Environmental Impact Report for the Project, of which the Trust
18 Exchange Agreement forms a part; and,

19 WHEREAS, On April 21, 2011, the TIDA Board of Directors, by Resolution No. 11-15-
20 04/21, adopted environmental findings pursuant to the California Environmental Quality Act
21 with respect to approval of the Project, including a mitigation monitoring and reporting
22 program and a statement of overriding considerations; and,

23 WHEREAS, The Exchange Agreement was presented to the CAB at a duly noticed
24 public meeting on March 15, 2011, and on April 19, 2011 the CAB voted to recommend the
25 Exchange Agreement; now, therefore, be it

1 RESOLVED, That in order to effectuate the development of the Project, the TIDA
2 Board approves the Exchange Agreement and authorizes the Treasure Island Project Director
3 ("Director"), to execute, deliver and perform the Exchange Agreement, subject to obtaining
4 Board of Supervisors approval of the Exchange Agreement; and, be it

5 FURTHER RESOLVED, That the TIDA Board authorizes and urges the Director, prior
6 to execution of the Exchange Agreement, to make changes and take any and all steps,
7 including but not limited to, the attachment of exhibits and the making of corrections, as the
8 Director determines, in consultation with the City Attorney, are necessary or appropriate to
9 consummate the Exchange Agreement in accordance with this Resolution; provided,
10 however, that such changes and steps do not materially decrease the benefits to or materially
11 increase the obligations or liabilities of TIDA, and are in compliance with all applicable laws;
12 and, be it

13 FURTHER RESOLVED, That all actions heretofore taken by the officers of TIDA with
14 respect to the Exchange Agreement are hereby approved, confirmed and ratified; and, be it

15 FURTHER RESOLVED, That the TIDA Board authorizes and urges all officers,
16 employees, and agents of TIDA and the City to take any and all steps as they deem
17 necessary or appropriate, to the extent permitted by applicable law, in order to consummate
18 the Exchange Agreement in accordance with this Resolution, including execution of
19 subsequent documents and conveyance of real property to, and the acceptance of real
20 property from, State Lands, or to otherwise effectuate the purpose and intent of this
21 Resolution and TIDA's performance under the Exchange Agreement; and, be it

22 FURTHER RESOLVED, That the TIDA Board authorizes the Director to enter into any
23 amendments or modifications to the Exchange Agreement that the Director determines, in
24 consultation with the City Attorney, are in the best interest of TIDA, do not materially decrease
25

1 the benefits to or materially increase the obligations or liabilities of TIDA, and are in
2 compliance with all applicable laws.

3
4 **CERTIFICATE OF SECRETARY**

5 I hereby certify that I am the duly elected Secretary of the Treasure Island
6 Development Authority, a California nonprofit public benefit corporation, and that the
7 above Resolution was duly adopted and approved by the Board of Directors of the
8 Authority at a properly noticed meeting on April 21, 2011.

9
10 

11 _____
12 Jean-Paul Samaha, Secretary